

国轩高科反腐败 政策声明

Statement of Gotion on
Anti-Corruption Policy

方圆于心 ■ 合规于行
Compliance Everywhere by Everyone

政策陈述 Policy Statement

国轩高科股份有限公司坚持廉洁透明的商业原则，秉承对腐败行为“零容忍”的态度，积极采取一切必要措施预防和打击腐败行为，维护公司的市场声誉和财产安全，践行负责任的市场参与者角色。公司内发布了各类反腐败制度及建立并运行了严谨健全的“反贪腐、反贿赂”监控机制，对外严格遵守中华人民共和国及其他经营所在地的所有关于反贪腐反贿赂的法律法规，对内不断加强诚信合规的廉洁文化建设，提升全体员工的反腐意识，并对商业合作伙伴及其员工作出指导规范，以有效落实反贪腐反贿赂的政策，促进公司健康、可持续的发展。

Gotion High-Tech Co., Ltd. adheres to the principle of integrity and transparency in business operations, upholds the attitude of "zero-tolerance" towards corruption, and proactively takes all necessary measures to prevent and against corruption. These practices are aimed at safeguarding the company's reputation in the market and the safety of its asset, and fulfilling its role as a responsible market player. Gotion has internally published a series of anti-corruption regulations, established and implemented an effective monitoring mechanism to prevent any corruption and bribery. Externally, Gotion strictly complies with all PRC laws and regulations on anti-corruption and anti-bribery as well as the rules in other locations where it operates. Gotion is committed to continuously strengthen the promotion of integrity and compliance culture, and enhance the anti-corruption awareness of all its employees, meanwhile, to provide guidance in compliance to business partners and their staffs. With these efforts, Gotion is able to effectively implement its anti-corruption and anti-bribery policies, and ensure its healthy and sustainable development.

适用范围 Scope of Application

本政策适用于国轩高科股份有限公司（以下简称“国轩高科”或“公司”）及其下属全资子公司和全体员工，并要求全体商业合作伙伴积极遵守此政策或同等政策要求。

This policy applies to Gotion High-Tech Co., Ltd. (hereinafter referred to as "Gotion " or the "Company"), its wholly-owned subsidiaries and all employees. It also requires all business partners to actively comply with this policy or equivalent requirements in policies.

定义 Definitions

» 贪腐 Corruption

贪腐是指滥用职权以谋取私利的行为，意指任何利用职务上的便利（基于职权、职位等形成的便利条件），为本人、他人或者其他第三方谋求利益，损害公司、员工或者客户利益的行为。

Corruption refers to the abuse of power for personal gain, including any act of seeking for benefits for oneself, others or any third parties by taking advantage of duties (from the authority, position, etc.), which harms the interests of the Company, employees or customers.

» 贿赂 Bribery

贿赂是指为谋取不正当利益、竞争优势或获取业务合作机会等目的而进行利益输送的行为，具体行为方式包括但不限于行贿、受贿、索贿或介绍贿赂等。

Bribery refers to the act of offering benefits with purposes of seeking for improper interests, competitive advantages or business opportunities. Specific forms include but not limited to granting bribes, accepting bribes, extorting bribes and introducing bribery, etc.

» 利益 Benefits

利益是指通过既定方式（如馈赠、招待、特殊报酬佣金、疏通费、安排职位等）获得的具有经济属性或非经济属性、有形或无形的各类好处。其中，疏通费指为促使或加快取得例行职责或行动的执行而支付的非官方收费。

Benefits refers to various interests that are obtained through the established means (such as gifts, hospitality, special remuneration/commissions, facilitation payment, employment, etc.) with economic or non-economic nature, and in tangible or intangible form. "Facilitation Payment" refers to the unofficial payment for accelerating the process of the routine duties or acts.

管理及监督 Management and Monitoring

公司反腐败政策与计划由公司董事会批准，合规管理中心和稽核审计中心共同监督执行，以确保相关政策与计划得以恰当及充分地管理及实施。

Gotion's policies and plans on corruption prevention are approved by the Board of Directors of the Company, and are jointly monitored and implemented by Compliance Management Center and Audit Center to ensure these policies and plans are managed and implemented in proper and sufficient manner.

反腐败管理规定

Management Regulations of Anti-Corruption

国轩高科恪守诚信经营理念，践行各类反腐合规的商业原则，坚决承诺在开展业务和提供服务的过程中，严格遵守业务所在国家和地区的反商业贿赂的各项法律规定。

Gotion anchors and lives the principle of integrity, anti-corruption and compliance, and firmly commits to abiding by all applicable legal regulations in the countries and regions where it operates when carrying out business and providing services.

公司已建立完善的反腐败管理政策体系，要求员工入职时签署并严格遵守《廉洁从业承诺书》及相关规定。通过每年定期开展合规主题培训与文化宣传活动，持续强化员工廉洁自律意识，提升自我约束能力，从思想上和源头上杜绝违规违纪事件的发生。此外，公司明确规定不得以任何方式向客户、潜在客户及其他利益关系人输送或谋取不正当利益，同时，要求商业合作伙伴签署《国轩高科商业伙伴行为准则》、参与每年度举办的商业合作伙伴合规专题培训，不断强化供应链廉洁与合规管理。

The Company has established an effective policy system of anti-corruption management, requires employees to sign the Business Integrity Commitment Letter before on-boarding and strictly comply with relevant requirements. By delivering the annual regular compliance-themed training programs and cultural promotion activities, Gotion continuously strengthens employees' awareness of integrity and self-discipline, improves their capabilities in self-restraint to eliminate the violation of rules from the root. Additionally, the Company explicitly prohibits the behaviors of offering or seeking for any improper benefits to/from customers, potential customers and other stakeholders. Meanwhile, business partners are required to sign and committed to follow the standards defined in Gotion Code of Conduct for Business Partners, and participate the annual compliance training held from Gotion. These practices continuously contribute the development of integrity and compliance management in Gotion's supply chain.

管理机制 Management Mechanisms

》》 定期合规风险评估与跟踪整改

Regular Compliance Risk Assessment and Follow-up to Correction

合规管理中心根据经营计划和业务开展情况对公司各板块职能领域及各基地子公司开展反腐败专项合规风险检查，全面系统地梳理公司经营管理活动中潜在的相关合规风险，并跟进督促合规风险整改，落实整改有效性评价等管理程序，形成合规风险管理闭环。

Compliance Management Center carries out the specific compliance risk assessment programs in corruption prevention to the business units of the Company and its subsidiaries on the basis of the defined work plans and business situation. It aims to comprehensively and systematically identify the potential compliance risks in the business areas, trace the implementation status of each countermeasure to the compliance risks, conduct the management procedures like effectiveness testing, and reach the closed-loop in compliance risk management system.

》》 反贿赂及反贪腐举报

Reporting System for Anti-Bribery and Anti-Corruption

为及时发现、制止和处理不当行为，避免对公司和利益相关方造成的潜在或实际损失，国轩高科建立了举报系统，定义了明确的举报案件处理流程，通过举报系统的有效运行，保护公司的声誉和财产安全。

Gotion established the report system (whistleblower system) to detect, stop and sanction the misconduct in time and avoid the potential or actual losses to the Company and stakeholders. Clear procedures of reported case handling has been defined and fixed. With the effective operation of the system, the reputation and property of the Company can be protected.

国轩高科鼓励公司员工以及外部相关方主动参与廉洁监督并举报违规事项，使公司能够及时、公正地对违规行为和违规人员进行纠正与处理。同时，引导合理、客观地使用举报系统，依法依规保护举报人、配合和参与调查人员的合法权益，坚决抵制和惩处一切形式的打击报复行为，保障举报处理工作的有序进行。

Gotion encourages its employees and externals to actively participate into the supervision and reporting the detected violations. It enables the Company to promptly and impartially find the improperness and correct the wrong behaviors. Meanwhile, the Company promotes the rational use of the reporting system and protects the legal interests of the whistleblowers, the investigators and the personnel who supports the investigation. Any form of retaliation is resolutely resisted and punished to ensure the orderly running of the reported case handling.

国轩高科举报系统的联系方式如下：

举报热线：+86(0)551 6210 0065

举报邮箱：jubao@gotion.com.cn

举报地址：中国安徽省合肥市包河区花园大道566号国轩高科股份有限公司5D区合规管理中心

The Contact of Gotion Whistleblower System:

Hotline:+86 (0)551 6210 0065

E-mail: jubao@gotion.com.cn

Address: Compliance Management Center, 5D Area, Gotion High-Tech Co., Ltd., No.566 Huayuan Road, Baohe District, Hefei, Anhui, China

» 廉洁文化建设及合规培训

Incorruptibility Culture Construction & Compliance Training

国轩高科重视廉洁文化建设，通过主题培训、宣传活动等方式，定期为全体员工及商业合作伙伴提供反腐倡廉培训及政策宣导，以弘扬廉洁诚信的企业合规文化。主题培训和宣传范围覆盖公司全体员工及商业合作伙伴，内容涵盖反贪腐、反贿赂相关的法律法规、内部政策要求、案例分享以及合规保障支持等。

Gotion attaches great importance to the construction of incorruptibility culture and regularly organize the anti-corruption training, policy briefing sessions and communication campaigns to all employees and business partners to deepen the promotion of integrity and compliance culture in the company. The themed training and communication cover all employees and business partners of the Company, and the content includes the laws and regulations in terms of anti-corruption and anti-bribery, internal policies, case sharing and compliance supporting information, etc.

» 重检及修订 Review and Amendment

本政策经董事会授权审批后正式生效、实施，每年至少需进行一次评估、重检，并在必要时完成修订、更新，确保本政策声明的时效性和对公司反贪腐、反贿赂工作的指导性。

This policy comes into effect and gets implemented officially after being approved by the Board of Directors of the Company. It shall be reviewed at least once a year and revised if necessary to ensure its timeliness and the guidance for the Company's anti-corruption and anti-bribery work.

本政策声明由国轩高科股份有限公司解释和修订，公司将适时根据国家法律法规、监管要求、行业发展以及内部管理需要进行迭代更新。

This policy statement is interpreted and amended by Gotion. Gotion will make revision to it in accordance with the update of the national laws and regulations, supervisory requirements, industry development and internal management needs.

监督机制 Monitoring Mechanisms

内审部门对商业道德守则、反贪腐及反商业贿赂制度机制建设与遵循情况等监督，监督范围涵盖各个风险领域。其中，常规审计至少每3年一次，100%覆盖公司所有运营环节，以促进公司及公司员工遵循有关法律法规、监管规定及企业内部控制规范，保持高水平遵循商业道德准则。

The internal audit department monitors the compliance to business ethics and the construction status of anti-corruption and anti-bribery system and mechanisms. Its monitoring scope covers various risk areas. The regular audit is performed at least every three years and takes all operational processes of the Company into the focus to further enable the Company and employees to comply with relevant laws and regulations, supervisory requirements and the internal control standards in the Company, furthermore, to ensure the compliance to business ethics standards in high level.